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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

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Case No. 12-12020 (MG)

Chapter 11

Jointly Administered

**NOTICE OF FILING OF REVISED EXHIBIT 13 (LIQUIDATING TRUST CAUSES OF
ACTION) AND EXHIBIT 15 (BORROWER-RELATED CAUSES OF ACTION)
COMPRISING THE PLAN SUPPLEMENT TO THE JOINT CHAPTER 11 PLAN
PROPOSED BY RESIDENTIAL CAPITAL, LLC, ET AL. AND THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

PLEASE TAKE NOTICE that pursuant to the *Order (I) Approving Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan Proponents' Joint Chapter 11 Plan, (III) Approving the Form of Ballots, (IV) Scheduling a Hearing on Confirmation of the Plan, (V) Approving Procedures for Notice of the Confirmation Hearing and for Filing Objections to Confirmation of the Plan, and (VI) Granting Related Relief* entered on August 23, 2013 [Docket No. 4809] (the "Disclosure Statement

Approval Order”), the Plan Proponents¹ hereby file certain exhibits, as amended, comprising the Plan Supplement in connection with confirmation of the *Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors*, as amended, dated August 23, 2013 [Docket No. 4819, Ex. 1] (as may be modified or amended, the “Plan”):

- **Exhibit 13**: Liquidating Trust Causes of Action
- **Exhibit 15**: Borrower-Related Causes of Action

PLEASE TAKE FURTHER NOTICE that blacklines of Exhibit 13 and Exhibit 15, reflecting any and all further additions, modifications and/or supplements made to these documents as of November 12, 2013, the date of their amended filing, are appended to the clean copy of each such exhibit.

PLEASE TAKE FURTHER NOTICE that the undersigned continue to reserve the right to alter, amend, modify or supplement any document in the Plan Supplement as provided by the Plan; *provided that* if any document in the Plan Supplement is further altered, amended, modified or supplemented in any material respect, the Debtors will file a blackline of such document with the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that on November 19 through November 22 and November 25 and 26, 2013, a hearing was held before the Honorable Martin Glenn, at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004 to consider confirmation of the Plan, including all exhibits thereto and as amended, modified or supplemented from time to time, and for such other and further

¹ Capitalized terms used but not defined herein shall have the meanings set forth in the Disclosure Statement Approval Order or the Plan, as applicable.

relief as may be just and proper (the “Confirmation Hearing”). On December 3, 2013, the Plan was modified in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and other applicable law as a result of the Confirmation Hearing and a subsequent settlement between the Plan Proponents and the JSNs [Docket No. 5993].

PLEASE TAKE FURTHER NOTICE that copies of the Plan and the Plan Supplement can be viewed and obtained for a fee via PACER at www.pacer.gov or (without charge) on the Debtors’ restructuring website at www.kccllc.net/rescap.

Dated: December 6, 2013
New York, New York

-and-

/s/ Gary S. Lee
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